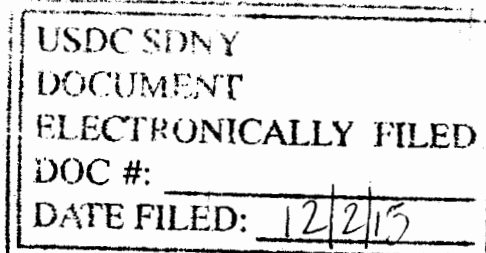


UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK



In re OSG SECURITIES LITIGATION

X

: Civil Action No. 1:12-cv-07948-SAS

:

: CLASS ACTION

This Document Relates To:

:

: ~~[PROPOSED]~~ ORDER APPROVING PLAN
: OF ALLOCATION

ALL ACTIONS.

X

This matter having come before the Court on December 1, 2015, on Lead Plaintiffs' Motion for Final Approval of Settlements and Plan of Allocation ("Final Approval Motion") in the above-captioned action; the Court having considered all papers filed and proceedings had herein and otherwise being fully informed in the premises and good cause appearing therefore;

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that:

1. For purposes of this Order, the terms used herein shall have the same meanings as set forth in the Stipulations of Settlement filed with the Court and the Memorandum of Law in Support of the Final Approval Motion submitted in support thereof. *See* Dkt. Nos. 232, 233, 234, and 244.

2. Pursuant to and in full compliance with Rule 23 of the Federal Rules of Civil Procedure, this Court hereby finds and concludes that due and adequate notice was directed to all persons who are Class Members who could be identified with reasonable effort, advising them of the Plan of Allocation and of their right to object thereto, and a full and fair opportunity was accorded to all Class Members to be heard with respect to the Plan of Allocation.

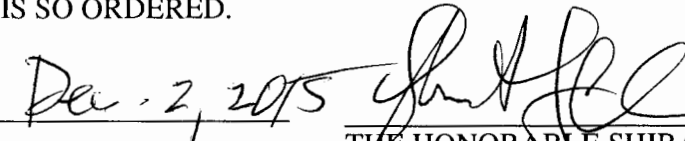
3. The Court hereby finds and concludes that the process by which the Net Settlement Fund will be distributed to Authorized Claimants, which is set forth in the Notice sent to Class Members, provides a fair and reasonable basis upon which to allocate the proceeds of the Net Settlement Fund established by the Stipulations of Settlement among Class Members, with due consideration having been given to administrative convenience and necessity.

4. The Court hereby finds and concludes that the Plan of Allocation as set forth in the Notice, is, in all respects, fair and reasonable and the Court hereby approves the Plan of Allocation.

5. The Court has considered the objection to the Plan of Allocation made by M. Lauree Hanson, CFA, and finds it to be without merit. The objection is therefore overruled in its entirety.

IT IS SO ORDERED.

DATED: Dec. 2, 2015



THE HONORABLE SHIRA A. SCHEINDLIN
UNITED STATES DISTRICT JUDGE